

**Minutes of Special Meeting of the Board of Directors
of
MAXX TECHNOLOGIES, INC.**

The undersigned, being the majority of the Board of Directors (the "Board") of **Maxx Technologies, Inc. (formerly Maxx Sports TV, Inc) ("Maxx")**, a State of Delaware corporation (the "Company"), pursuant to applicable Sections of the State of Delaware General Corporation Law, and having considered prior to the date hereof the subject matter of this resolution, hereby adopts the following resolution by executing this written consent, effective for all purposes as of the date hereof.

Approval of Chapter 7 Bankruptcy Petition

Whereas, in 2023 the University of Houston ("UH") informed Maxx that it would not pay its post-pandemic invoices, and that it had granted all content rights for UH sports content to ESPN+.

Whereas, Maxx had been unable to relist Maxx on NASDAQ in early 2023 when it could not gain approval from FINRA, because of share capitalization errors made by Securities Transfer Corporation;

Whereas, Richard Mauran had agreed to personally fund about \$25 million in Maxx-related technology investments, but Richard Mauran died without providing the capital he had committed to Maxx; and

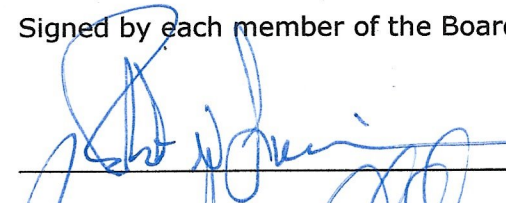
Whereas, Maxx has not been able to procure investment from existing or new shareholders to continue operations, or to effect a reverse merger transaction.

Resolution

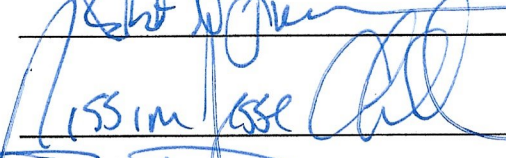
NOW, THEREFORE, BE IT RESOLVED THAT, the Board of Directors hereby authorizes Mr. Bob Livermore or Mr. Barrie Hansen to take such steps as necessary to forthwith Petition Maxx into Chapter 7 Bankruptcy.

IN WITNESS WHEREOF, the undersigned has set forth his/her hand as of the date first set forth above.


Signed by each member of the Board of the Company on November 20, 2024



Robert "Bob" Livermore



Nissim "Jesse" Chaluh



Barrie Hansen